

Subject: RE: San Pedro BID By Law modification
From: Alan Johnson <AlanJ@Victory-Group.com>
Date: 04/28/2017 05:31 PM
To: Bruce Ecker <larux@pacbell.net>
CC: Lorena Parker <lparker@sanpedrobid.com>

Bruce-
I will forward your question to Lorena.
Alan

From: Bruce Ecker [mailto:larux@pacbell.net]
Sent: Friday, March 31, 2017 1:27 PM
To: Alan Johnson <AlanJ@Victory-Group.com>
Subject: Fwd: San Pedro BID By Law modification

Allen,

Below is an information request that was recently made to the executive director. This is not an example of what I consider Parker's intransigence since it was only recently made.

The four direct questions I have regarding this issue are in bold/red below.

If you have anything else to add that would be helpful to know about this I would appreciate hearing about it.

My view is that it is not in the best interest of the stakeholders at large that the Board has the ability to modify the By Laws without any oversight from the city or the stakeholders, without any prior notification to the stakeholders, in a document that is not available to the public on the BID website, and especially in an out of-cycle meeting. Currently the board makes the rules regarding how board members are elected or appointed, and currently positions on the board are filled by the board members themselves with no direct voting by the stakeholders. This recent modification the the By Laws removed the one, small vestige of direct stakeholder participation in board elections. I would like to see these issues address in a meaningful way prior to the next charter renewal.

It is also curious to me that after all these years that someone on the board thought it was necessary to delete the text below from the By Laws.

Bruce Ecker

----- Forwarded Message -----

Subject: San Pedro BID By Law modification
Date: Thu, 30 Mar 2017 15:46:37 -0700
From: Bruce Ecker <larux@pacbell.net>
To: Lorena Parker <lparker@sanpedrobid.com>

CC:OFFICE OF THE CITY CLERK [<Clerk.NBID@lacity.org>](mailto:Clerk.NBID@lacity.org), Mike Feuer
[<mike.n.feuer@lacity.org>](mailto:mike.n.feuer@lacity.org)

Lorena,

At the San Pedro Property Owners Alliance Board of Directors Monthly Meeting held on Wednesday, December 7, 2016, the Agenda that was passed out to the public stated: **Next Regular – January 11, 2017**

One week later on December 13, 2016, the Board of Directors met, allegedly in open session, and modified the By Laws of the San Pedro Property Owners Alliance to eliminate the text that allowed stakeholders to contest the slate of nominees (see page 7 of the attached document).

By eliminating this text from the By Laws, the board has removed any possibility of stakeholders that are not on the board to directly elect members of the board and left the election of board members in the hands of only the board members.

I would like to know who put the modification of the By Laws on the agenda

I would like to know who rescheduled the meeting

I would like to know what effort was made to inform the stakeholders in the BID of this rescheduled meeting

I would like to know which board member eliminated the following text from the By Laws the text below

d. Contesting slate of nominees.

Before the end of December, the nominating committee shall deliver written notice to each parcel owner of the slate of persons nominated by the nominating committee and of such parcel owner's right to nominate one or more additional persons for election by delivering to the nominating committee, within ten (10) days of such notice, a petition signed by no less than twenty parcel owners in good standing for each alternate person nominated for election. The signature of a parcel owner that owns more than one (1) parcel shall count for one (1) signature.

e. Conduct of elections.

If the slate of persons nominated by the nominating committee is duly contested in accordance with subparagraph (d) of this Section 5.2, the nominating committee shall conduct an election in the following manner: before the 15th of December, the nominating committee shall deliver to each parcel owner a ballot listing the nominees of the nominating committee and the additional nominees duly nominated by petition, together with a brief description of the election process. A return envelope, on which the word "ballot" is imprinted in the lower left-hand corner, shall be enclosed with each ballot mailed. Only parcel owners in good standing will be entitled to vote. Each parcel owner shall be entitled to one (1) vote per director to be elected per parcel(s) owned by such parcel owner. Cumulative voting shall not be permitted. Only official ballots received at the principal executive

office before five o'clock(5:00 p.m.) on the specified voting deadline day shall be counted.

f. Tabulation of ballots.

The nominating committee shall serve as the election committee and shall meet promptly the date set forth in the last sentence of subparagraph (e) of this Section 5.2 to do the following:

- Determine the persons that are entitled to vote;
- Receive and determine the validity of the ballots;
- Hear and determine all challenges and questions in any way arising in connection with the right to vote;
- Count and tabulate all votes;
- Determine the result; and
- Do any other acts that may be proper to conduct the election.

The nominees receiving the highest number of affirmative votes up to the number of directors to be elected are elected; votes against a person and votes withheld shall have no legal effect. The chairman of the nominating committee shall announce the results of the election at the annual meeting of the board of directors.